No. 3751525

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

OF

Tarmac plc

Passed 10 August 2000

At the ANNUAL GENERAL MEETING of Tarmac plc held on 10 August 2000 the following Ordinary Resolution was passed:

THAT the two unissued Special Shares of £2.50 each comprising part of the authorised capital of the Company be cancelled with immediate effect and that the share capital of the Company be diminished by £5.

Secretary

ED2 COMPANIES HOUSE 29/09/00